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SURFACE TRANSPORTATION BOARD

January 8, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Contract 4-8415 Rider 1

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 16, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: American Railcar Leasing LLC
620 North Second Street
St. Charles, Missouri 63301

[Lessee: Musket Corporation
10601 N Pennsylvania Avenue
Oklahoma City, OK 73120]

Section Chief
January 8, 2010
Page 2

A description of the railroad equipment covered by the enclosed document is:

99 railcars within the series SHPX 208270 - SHPX 208369 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. W. Alvord', with a stylized, flowing script.

8 Robert W. Alvord

RWA/sem
Enclosures

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MEMORANDUM OF LEASE**SURFACE TRANSPORTATION BOARD**

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC, ARL II Funding LLC and Shippers Third LLC, all with respect to Musket Corporation, a Oklahoma Corporation ("Lessee").

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain Master Service Contract as identified on Schedule A (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks SHPX and/or ACFX.

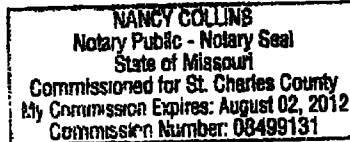
This Memorandum of Lease is prepared for registration purposes and is not intended to amend the terms and conditions of the Lease.

AMERICAN RAILCAR LEASING LLC

By: *Umesh Choksi*
Name: Umesh Choksi
Title: CFO & Treasurer

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 16th day of Dec, 2009 before me, personally appeared Umesh Choksi, to me personally known, who being by me duly sworn, says that he resides at St. Louis County, Missouri and is the CFO & Treasurer of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its governing body; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Nancy Collins
Notary Public
My commission expires on 8/2/2012

Schedule A

Equipment

Musket Corporation

Contract 4-8415 rider 1 dated 11/17/06

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	208270
	Tank	SHPX	208271
	Tank	SHPX	208272
	Tank	SHPX	208273
	Tank	SHPX	208274
	Tank	SHPX	208275
	Tank	SHPX	208276
	Tank	SHPX	208277
	Tank	SHPX	208278
	Tank	SHPX	208279
	Tank	SHPX	208280
	Tank	SHPX	208281
	Tank	SHPX	208282
	Tank	SHPX	208283
	Tank	SHPX	208284
	Tank	SHPX	208285
	Tank	SHPX	208286
	Tank	SHPX	208287
	Tank	SHPX	208288
	Tank	SHPX	208289
	Tank	SHPX	208290
	Tank	SHPX	208291
	Tank	SHPX	208292
	Tank	SHPX	208293
	Tank	SHPX	208294
	Tank	SHPX	208295
	Tank	SHPX	208296
	Tank	SHPX	208297
	Tank	SHPX	208298
	Tank	SHPX	208299
	Tank	SHPX	208300
	Tank	SHPX	208301
	Tank	SHPX	208302
	Tank	SHPX	208303

Schedule A

Equipment

Musket Corporation

Contract 4-8415 rider 1

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	208304
	Tank	SHPX	208305
	Tank	SHPX	208306
	Tank	SHPX	208307
	Tank	SHPX	208308
	Tank	SHPX	208309
	Tank	SHPX	208310
	Tank	SHPX	208311
	Tank	SHPX	208312
	Tank	SHPX	208313
	Tank	SHPX	208314
	Tank	SHPX	208315
	Tank	SHPX	208316
	Tank	SHPX	208317
	Tank	SHPX	208318
	Tank	SHPX	208319
	Tank	SHPX	208320
	Tank	SHPX	208321
	Tank	SHPX	208322
	Tank	SHPX	208323
	Tank	SHPX	208324
	Tank	SHPX	208325
	Tank	SHPX	208326
	Tank	SHPX	208327
	Tank	SHPX	208328
	Tank	SHPX	208329
	Tank	SHPX	208330
	Tank	SHPX	208331
	Tank	SHPX	208332
	Tank	SHPX	208333
	Tank	SHPX	208334
	Tank	SHPX	208335
	Tank	SHPX	208336
	Tank	SHPX	208337

Schedule A

Equipment

Musket Corporation

Contract 4-8415 rider 1

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	208338
	Tank	SHPX	208339
	Tank	SHPX	208340
	Tank	SHPX	208341
	Tank	SHPX	208342
	Tank	SHPX	208343
	Tank	SHPX	208344
	Tank	SHPX	208345
	Tank	SHPX	208346
	Tank	SHPX	208347
	Tank	SHPX	208348
	Tank	SHPX	208349
	Tank	SHPX	208350
	Tank	SHPX	208351
	Tank	SHPX	208352
	Tank	SHPX	208353
	Tank	SHPX	208354
	Tank	SHPX	208355
	Tank	SHPX	208356
	Tank	SHPX	208357
	Tank	SHPX	208358
	Tank	SHPX	208359
	Tank	SHPX	208360
	Tank	SHPX	208361
	Tank	SHPX	208363
	Tank	SHPX	208364
	Tank	SHPX	208365
	Tank	SHPX	208366
	Tank	SHPX	208367
	Tank	SHPX	208368
	Tank	SHPX	208369